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The Kansas City Southern Railway Company Louisiana & Arkansas Railway Company

114 West 11th Street, Kansas City, Missouri 64105

RICHARD P. BRUENING
General Counsel

July 25, 1980

Hon. Agatha Mergenovich
Secretary
Interstate Commerce Commission
Washington, DC 20423

RECORDATION NO. 11873-D Filed 1980

JUL 28 1980 - 10 02 AM

INTERSTATE COMMERCE COMMISSION

No. U-8101022
Date JUL 28 1980
Fee \$ 10.00
ICC Washington, D. C.

RE: Lease Amendment #3, Schedule B No. 25,
dated July 23, 1980, amending Lease
No. 1000 dated May 1, 1980, between
The Kansas City Southern Railway Company,
Louisiana & Arkansas Railway Company and
Carland, Inc.

Dear Ms. Mergenovich:

Pursuant to Section 11303 of the Interstate Commerce Act, and the Interstate Commerce Commission's Rules and Regulations (as amended) promulgated thereunder, Louisiana & Arkansas Railway Company transmits herewith seven (7) executed counterparts of Schedule B No. 25, an Amendment to its previously recorded Lease No. 1000, which was filed and recorded with the Commission on June 4, 1980, under Recordation No. 11873. Said Lease has been previously amended, the last amendment to the Lease having been filed and recorded on June 25, 1980, under Recordation #11873-D.

The names and addresses of the parties to the Lease Amendment #3 (Schedule B No. 25) are:

RECEIVED
JUL 28 9 53 AM '80
I.C.C.
FEE OPERATION BR.

Lessor:	Carland, Inc. 1221 Baltimore Avenue Kansas City, MO 64105
Lessee:	Louisiana & Arkansas Railway Company 114 West 11th Street Kansas City, MO 64105

A general description of the equipment covered by the Lease Amendment #3 is:

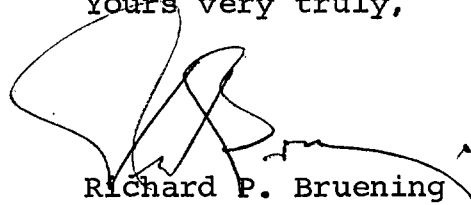
<u>TYPE</u>	<u>QUANTITY</u>	<u>RAILROAD ROAD NOS.</u>
Caboose	2	KCS 350 KCS 302

The above identified Lease No. 1000 (which is being amended by Schedule B No. 25 filed herewith) was previously recorded with the Interstate Commerce Commission on June 4, 1980, under recordation No. 11873, and the last previous amendment (Schedule B No. 15) was filed on June 25, 1980, under Recordation No. 11873-D.

Kansas City Southern Lines draft in the amount of \$10.00 is enclosed to cover the filing fee.

We request that all copies of the Lease Amendment not required for your files be marked with the Commission filing stamp and returned to the party tendering same.

Yours very truly,

A handwritten signature in black ink, appearing to be 'R. Bruening', written over the typed name.

Richard P. Bruening

RPB:cm
Encl.

Interstate Commerce Commission
Washington, D.C. 20423

7/28/80

OFFICE OF THE SECRETARY

Richard P. Bruening
The Kansas City Southern RYW Co.
114 West 11th Street
Kansas City Missouri 64105

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on **7/28/80** at **10:00am**, and assigned recordation number(s). **11873-D**

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

SE-30
(7/79)

LEASE AMENDMENT NO. 3

RECORDATION NUMBERS - PREVIOUS ICC FILINGS

Lease 1000

Security Agreement and Assignment: May 22, 1980

Consent and Agreement: May 22, 1980

RECORDATION NO. 11973-2

JUL 28 1980 10 00 AM

INTERSTATE COMMERCE COMMISSION Date July 23, 1980

SCHEDULE B. No. 25

Attached to and made a part of Lease No. 1000 entered into the 1st day of May, 1980, by and between CARLAND, INC. and LOUISIANA & ARKANSAS RAILWAY COMPANY.

The following described Unit or Units have been delivered by Lessor to Lessee on the above date subject to the terms of said Lease.

Description	No. of Units	Identification Number	Unit No.	Place	Delivery Date	Rental per Unit		
						Amount	Monthly	Years
Renovated	Two	KCS 350		Kansas City Mo	7-1-80	\$617.59	36 months	
KCS CABOOSSES (Item 19)		KCS 302		Kansas City Mo	7-1-80	\$282.04	36 months	

Date of Delivery: 7-1-80
Prime at Delivery: 12%

The Unit or Units hereinabove described, the aforesaid Lease, all rentals due or to become due in respect of such Unit(s), and all proceeds of the foregoing are subject to a security interest and assignment in favor of City Bank and Trust Company of Kansas City, pursuant to Security Agreement and Assignment and Consent and Agreement between the undersigned parties and said Bank, all dated May 22, 1980.

CARLAND, INC. (Lessor)

LOUISIANA & ARKANSAS RAILWAY COMPANY (Lessee)

ATTEST:

ATTEST:

By Marshall H. Dean, President

By E. F. Jamison, Vice-President

(Seal)

(Seal)

STATE OF MISSOURI)
) SS
COUNTY OF JACKSON)

On this 23 day of July, 1980, before me personally appeared Marshall H. Dean, to me personally known, who, being duly sworn, says that he is President of CARLAND, INC., that one of the seals affixed to the foregoing instrument is the corporate seal of said Corporation, that said instrument was signed and sealed on behalf of said Corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said Corporation.

BETTY L. HUTSLER
Notary Public - State of Missouri
Commissioned in Jackson County
My Commission Expires October 28, 1983

Betty L. Hutsler
Notary Public

STATE OF MISSOURI)
) SS
COUNTY OF JACKSON)

On this 23rd day of July, 1980, before me personally appeared Robert E. Byrnes to me personally known, who, being duly sworn says that he is a Vice President of Louisiana & Arkansas Railway Company, that one of the seals affixed to the foregoing instrument is the corporate seal of said Corporation, that said instrument was signed and sealed on behalf of said Corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said Corporation

Irene Paulhe
Notary Public

IRENE PAULHE
Notary Public - State of Missouri
Commissioned in Platte County
My Commission Expires March 22, 1983